

Before the  
FEDERAL COMMUNICATIONS COMMISSION  
Washington, D.C. 20554

FILED/ACCEPTED

DEC 30 2011

Federal Communications Commission  
Office of the Secretary

In the Matter of )  
Comcast Cable Communications, LLC, )  
on behalf of its subsidiaries and affiliates )  
For Determination of Effective Competition in: )  
12 Illinois Franchise Areas )

CSR No. 8574-E

To: Chief, Media Bureau

12-12

**PETITION FOR SPECIAL RELIEF**

Comcast Cable Communications, LLC, on behalf of its subsidiaries and affiliates (“Comcast”), pursuant to Sections 76.7 and 76.907 of the Commission’s rules,<sup>1</sup> requests that the Commission find that Comcast’s cable operations face “effective competition” in 12 Illinois franchise areas (collectively the “Franchise Areas”).<sup>2</sup>

The Communications Act of 1934, as amended (the “Act”), and the Commission’s rules provide that cable television rates may be regulated only in the absence of effective competition.<sup>3</sup> Cable operators are entitled to demonstrate that effective competition exists on a franchise-by-franchise basis.<sup>4</sup> When a cable operator demonstrates that effective competition exists within a franchise area, cable rates in the affected area are no longer subject to regulation.<sup>5</sup>

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<sup>1</sup> 47 C.F.R. §§ 76.7 and 76.907.

<sup>2</sup> See Exhibit 1

<sup>3</sup> 47 U.S.C. § 543(a)(2); 47 C.F.R. § 76.905(a).

<sup>4</sup> 47 C.F.R. § 76.907.

<sup>5</sup> See *Implementation of Sections of the Cable Television Consumer Protection and Competition Act of 1992, Rate Regulation*, 8 FCC Rcd. 5631, 5664-5665 (1993) (“Rate Order”).

Under the “competing provider” test set forth in Section 623(1)(1)(B) of the Act and Section 76.905(b)(2) of the Commission’s rules (the “Competing Provider Test”), a cable system will be deemed subject to effective competition if:

- (i) the franchise area is served by at least two unaffiliated multichannel video programming distributors (“MVPDs”), each of which offers comparable programming to at least 50 percent of the households in the franchise area; and
- (ii) the number of households subscribing to multichannel video programming other than the largest MVPD exceeds 15 percent of the households in the franchise area.<sup>6</sup>

As demonstrated below, the Competing Provider Test is satisfied in each of the Franchise Areas – Clarendon Hills, Downers Grove, Elmhurst, Evanston, Forest Park, Hinsdale, Northfield, Oak Park, River Forest, Westmont, Willowbrook, and Wilmette - because two unaffiliated DBS providers serve over 50 percent of the Franchise Area’s households with comparable programming and the aggregate penetration rate reported for “Competing Providers” exceeds the 15 percent threshold in each of the Franchise Areas.<sup>7</sup>

**I. THE COMPETING PROVIDER TEST IS SATISFIED IN EACH OF THE FRANCHISE AREAS**

The two prongs of the Competing Provider Test are straightforward and objective. Both prongs of this Test are clearly satisfied in each of the Franchise Areas.

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<sup>6</sup> 47 U.S.C. § 543(1)(1)(B)(i) and (ii); 47 C.F.R. § 76.905(b)(2)(i) and (ii).

<sup>7</sup> As explained below, the competing penetration figures for each of the Franchise Areas includes subscribers from local MVPD competitor AT&T, as well as from the two major DBS providers.

**A. More Than Two Unaffiliated MVPDs Offer Programming Comparable to Comcast to Over 50 Percent of the Households in the Franchise Areas.**

The first prong of the Competing Provider Test requires that a franchise area must be served by “at least two unaffiliated multichannel video programming distributors...”<sup>8</sup> This requirement is easily satisfied, because the two major direct broadcast satellite providers (DirecTV, Inc. and Dish Network, Corp.) (“DBS Providers”) are unaffiliated with Comcast and “offer” programming that is comparable to Comcast to more than 50 percent of the households in Comcast’s Franchise Areas.

Service of an MVPD will be deemed “offered” when it is both *technically* and *actually* available.<sup>9</sup> The Commission has determined that DBS service is presumed to be “technically available” throughout the country due to its nationwide satellite footprint.<sup>10</sup> Comcast’s Franchise Areas are well within the satellite footprint of DirecTV and Dish Network. Thus, both DirecTV and Dish Network are “technically available” in the Franchise Areas.

DBS service is presumed to be “actually available” if households in a franchise area are made “reasonably aware” that the service is available.<sup>11</sup> The Commission has stated that “a party may use evidence of penetration rates in the franchise area (the second prong of the competing provider test ... ) coupled with the ubiquity of DBS services to show that consumers are

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<sup>8</sup> 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i). Section 602 of the Communications Act of 1934, as amended, defines “multichannel video programming distributors” to include cable operators, as well as DBS and MMDS providers. See 47 U.S.C. § 522(13).

<sup>9</sup> *Rate Order*, ¶ 29.

<sup>10</sup> See *MediaOne of Georgia, Inc; Petition for Revocation of the Certification of Gwinnett County, Georgia*, 12 FCC Rcd. 19406, ¶ 5 n.16 (1997) (citing *Rate Order*, at 5660-5661).

<sup>11</sup> See *Rate Order* at ¶ 32 (citations omitted). See also *Charter Communications, LLC d/b/a Charter Communications Petition for Determination of Effective Competition in Fourteen North Carolina Communities, et al*, 19 FCC Rcd. 7003, ¶ 4 (2004).

reasonably aware of the availability of DBS service.”<sup>12</sup> The same reasoning applies here.

DirecTV and Dish Network are among the largest MVPDs in the nation.<sup>13</sup> With approximately 33.6 million subscribers nationwide,<sup>14</sup> comprising over 33.6 percent of all MVPD subscribers,<sup>15</sup> ubiquitous advertising, and the substantial DBS penetration figures in the Franchise Areas, it is clear that consumers in the Franchise Areas are “reasonably” aware of the availability of DBS competitors.<sup>16</sup>

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<sup>12</sup> *Comcast Cable Communications, LLC Petition for Determination of Effective Competition in Various Michigan Communities*, 23 FCC Rcd. 9595, ¶ 5 (2008), citing *Mediacom Illinois LLC et al., Eleven Petitions for Determination of Effective Competition in Twenty-Two Local Franchise Areas in Illinois and Michigan*, 21 FCC Rcd. 1175 (2006) (“*Comcast – Various Michigan Communities*”). Thus, the Commission has not required the production of advertising to demonstrate that households in the franchise area are “reasonably aware” of the availability of DBS service. See *Bright House Networks, LLC Petition for Determination of Effective Competition (Lake Alfred and Dundee FL)*, 22 FCC Rcd. 4390, ¶ 6 (2007) (“Over more than ten years, we have made hundreds of findings that households in particular franchise areas are reasonably aware that they may purchase DBS services based on localized evidence. These accumulated showings amount to substantial evidence that households in all franchise areas are reasonably aware that they may purchase DBS services. In at least one earlier reported decision, we found households in a franchise area to be reasonably aware that they may purchase DBS service solely based on evidence of DBS’s nationwide growth and local subscriptions, without reference to advertising or other promotion.”) (“*Bright House Networks – Florida*”).

<sup>13</sup> See *Thirteenth Annual Assessment of the Status of Competition in the Market for the Delivery of Video Programming*, MB Docket No. 06-189, FCC 07-206, ¶ 76 (rel. Jan. 16, 2009).

<sup>14</sup> See Press Release, DirecTV, DirecTV Announces First Quarter 2011 Results (May 5, 2011) (reporting that, as of Mar. 31, 2011, DirecTV had 19.4 million subscribers), available at <http://investor.directv.com/releasedetail.cfm?ReleaseID=574719>; Press Release, DISH Network, DISH Network Reports First Quarter 2011 Financial Results (May 2, 2011) (reporting that, as of Mar. 31, 2011, Dish Network had approximately 14.2 million subscribers), available at <http://dish.client.shareholder.com/releasedetail.cfm?ReleaseID=573404>.

<sup>15</sup> Press Release, SNL Kagan’s U.S. Multichannel Subscribers 4th Quarter 2010 Results, SNL Kagan, March 15, 2011, available at <http://www.snl.com/InTheMedia.aspx> (reporting approximately 100.1 million video subscribers in the U.S.).

<sup>16</sup> See, e.g., *Comcast – Various Michigan Communities*, ¶ 5; *Bright House Networks – Florida*, ¶ 6.

The Competing Provider Test also requires that the programming offered by the competing providers must be “comparable” to the programming offered by the cable operator.<sup>17</sup> The Commission’s rules define comparable programming as “at least 12 channels of video programming, including at least one channel of nonbroadcast service programming.”<sup>18</sup> The Commission has repeatedly recognized that the DBS Providers offer comparable programming to Comcast under the Commission’s Competing Provider Test.<sup>19</sup> Each of the DBS Providers offer well over 100 video channels, most of which are non-broadcast services.<sup>20</sup> And, as shown in the attached channel line-up, Comcast’s programming service offerings in the Franchise Areas are substantially similar to the DBS programming services.<sup>21</sup>

Based on the above facts, Comcast has satisfied the first prong of the Competing Provider Test.

**B. The Competing Providers Serve Greater Than 15 Percent of the Households In Comcast’s Franchise Areas.**

The second prong of the Competing Provider Test requires that the subscriber base of competing MVPDs, other than the largest MVPD, exceeds 15 percent of franchise area households. The Commission rules provide that once this first prong of the Competing Provider Test is satisfied, as it is with the DBS service offerings in this case, the subscribers of *all* qualifying MVPDs count toward the 15% penetration figure necessary for a determination of

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<sup>17</sup> See 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i).

<sup>18</sup> 47 C.F.R. § 76.905(g).

<sup>19</sup> See, e.g., *Comcast Cablevision of Maryland, Inc., Petitions for Determination of Effective Competition (Charles County, MD)*, 19 FCC Rcd. 7130, ¶ 4 (2004) (“We find that the programming of DBS providers satisfies the Commission’s program comparability criterion because DBS providers offer more than 12 channels of video programming, including more than one non-broadcast channel.”).

<sup>20</sup> See Channel Line-ups of DirecTV and Dish Network, attached hereto as Exhibit 2.

<sup>21</sup> See Comcast Channel Line-up, attached hereto as Exhibit 3.

effective competition (even if they are not available themselves to more than 50% of local households).<sup>22</sup> Accordingly, the Competing Provider subscriber tallies presented in this Petition for the Franchise Areas include subscribers from AT&T, as well as from the two major DBS providers.

Comcast obtained AT&T's subscribership in the Franchise Areas directly from MVPD competitor AT&T.<sup>23</sup> As shown in Exhibit 3, AT&T offers competing cable service in each of the Franchise Areas.<sup>24</sup>

The process of determining the precise number of DBS subscribers within a franchise area is not an exact science because DBS Providers track their subscribers according to the zip codes where each subscriber resides, rather than by political jurisdiction. In this case, Comcast relied on ZIP+4 codes associated with the Franchise Areas in order to determine the number of DBS subscribers within the Franchise Areas. The Commission has previously accepted ZIP+4 codes as "reasonable and sufficiently reliable for purposes of determining the presence of effective competition,"<sup>25</sup> and previously has stated its preference for this approach.<sup>26</sup>

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<sup>22</sup> See 47 C.F.R. § 76.905(f) (Emphasis added); see also *Time Warner Entertainment Co., L.P. et al. v. FCC*, 56 F.3d 151 (D.C. Cir. 1995) (holding that the subscriber ownership of all MVPDs, other than the largest MVPD, may be aggregated to satisfy the 15 percent threshold).

<sup>23</sup> AT&T's "comparable" channel lineup is set forth in Exhibit 4.

<sup>24</sup> AT&T's subscribership information was provided to Comcast on the condition that Comcast would seek confidential treatment with respect to such information. Accordingly, Comcast hereby requests that the Commission grant confidential treatment to AT&T's subscriber information and provide AT&T a reasonable opportunity to procure confidential treatment of such information prior to disclosure if the Commission objects to treating the information confidentially. Comcast submits AT&T's subscriber figures for the Franchise Areas as **Confidential Exhibit 5** to this Petition (with a separately-submitted redacted version for inclusion in the public file). See *CoxCom, Inc.*, 22 FCC Rcd. 4384, ¶ 2 n.6 (2007).

<sup>25</sup> See *Cable One, Inc. Petition for Determination of Effective Competition in Pocatello, Idaho*, 18 FCC Rcd. 12792, ¶ 8 (2003), quoting *Falcon Cable Systems II, a California Limited Partnership, d/b/a Charter Communications Petition for Determination of Effective Competition in Twelve Oregon Cities*, 17 FCC Rcd. 4648 (2002).

To determine the relevant ZIP+4 codes for the Franchise Areas, Comcast contacted Media Business Corp. (“MBC,” previously known as “SkyTrends”). MBC has developed a process to accurately identify the ZIP+4 codes that correspond with the political boundaries of a particular community. This process utilizes enhanced mapping software that correlates ZIP+4 codes with the U.S. Census Department’s “block group” level households. The “block group” measurement is the most precise Census tool available to measure households within a very small geographical area. With this software, MBC was able to identify the ZIP+4 codes that lie within each of the Franchise Areas.<sup>27</sup>

Comcast next provided all of the ZIP+4 codes for the Franchise Areas to the Satellite Broadcasting and Communication Association (“SBCA”). SBCA is the national trade association representing the two major DBS Providers, and it has assumed the responsibility for compiling subscribership data and responding to data requests from cable operators and franchising authorities engaged in effective competition proceedings. The DBS subscriber numbers reported in the attached Effective Competition Tracking Reports (“ECTR”) from SBCA reflect the total DBS subscribers within the individual ZIP+4 codes associated with each of the Franchise Areas.<sup>28</sup>

Finally, Comcast compared the subscribership figures reported by SBCA and AT&T with its own subscribership, and was able to confirm that its own subscribership exceeded DBS and AT&T subscribership in each of the Franchise Areas. Comcast is clearly the largest MVPD in the Franchise Areas.

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<sup>26</sup> See Public Notice, “Commission Announces New Standards for Showings of Effective Competition For Cable Service,” 23 FCC Rcd. 12067 (2008).

<sup>27</sup> See Letter from MBC (explaining ZIP+4 methodology), attached hereto as Exhibit 6.

<sup>28</sup> See Exhibit 7 (providing total ZIP+4-based DBS subscribership for the Franchise Areas, as well as all ZIP+4 data relied on in the Petition).

To determine whether the combined DBS and AT&T subscribership exceeds the statutorily mandated 15 percent threshold in the Franchise Areas, Comcast compared the Competing Providers' subscribership to the most recent U.S. Census occupied household unit figures for each community.<sup>29</sup> This comparison yields the aggregate penetration rates for Competing Providers in each of the Franchise Areas.

As detailed in **Confidential Exhibit 9**, the aggregate subscriber penetration rate for the DBS Providers and AT&T exceeds the 15 percent threshold required under Section 623(1)(1)(B) of the Act.<sup>30</sup> Accordingly, Comcast meets the second prong of the Competing Provider Test.

Because Comcast meets both prongs of the Competing Provider Test in the Franchise Areas, it faces effective competition in each of the Franchise Areas.

### **CONCLUSION**

Comcast has demonstrated herein that it is subject to effective competition in each of the Franchise Areas under the Competing Provider Test. Based on the evidence presented herein, Comcast respectfully requests that the Media Bureau issue an order acknowledging the presence

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<sup>29</sup> The occupied household numbers for the Franchise Areas was obtained from the 2010 U.S. Census, available at <http://www.factfinder2.census.gov>, the relevant pages of which are attached hereto as Exhibit 8.

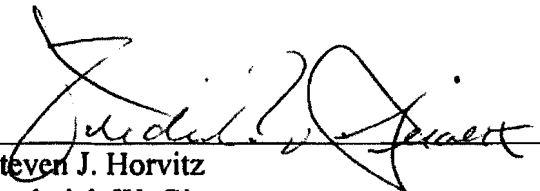
<sup>30</sup> As noted above, Comcast is seeking confidential treatment with respect to the AT&T subscribership data for the Franchise Areas. Accordingly, AT&T's penetration rate, as well as the combined DBS provider and AT&T subscriber penetration rate for the Franchise Areas is submitted as part of **Confidential Exhibit 9** to the Petition (with a separately-submitted redacted version for inclusion in the public file).



of effective competition in each of the 12 Illinois Franchise Areas as of filing date of this  
Petition.

Respectfully submitted,

**Comcast Cable Communications, LLC,  
on behalf of its subsidiaries and affiliates**

By:   
Steven J. Horvitz  
Frederick W. Giroux

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December 30, 2011

Its Attorneys

**CERTIFICATION PURSUANT TO 47 C.F.R. § 76.6(a)(4)**

The below-signed signatory has read the foregoing Petition for Special Relief, and to the best of my knowledge, information and belief formed after reasonable inquiry, it is well grounded in fact and is warranted by existing law or a good faith argument for the extension, modification or reversal of existing law; and is not interposed for any improper purpose.

Respectfully submitted,

**Comcast Cable Communications, LLC,  
on behalf of its subsidiaries and affiliates**

By:

  
Frederick W. Giroux

**Davis Wright Tremaine LLP**  
1919 Pennsylvania Avenue, N.W., Suite 800  
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(202) 973-4200

Its Attorney

December 30, 2011

**DECLARATION OF WARREN FITTING**

I, Warren Fitting, declare, under penalty of perjury that:

1. I am the Senior Director of Regulatory Accounting for Comcast Cable Communications, LLC ("Comcast").
2. I have read the foregoing Petition for Special Relief ("Petition") and am familiar with the contents thereof and the matters referred to therein.
3. I have reviewed Comcast's respective cable subscriber numbers for the Franchise Areas at issue in this Petition, the DBS subscriber numbers provided by SBCA for the individual Franchise Areas, and the AT&T subscriber numbers as described in the Petition. Comcast is the largest multichannel video program provider in the Clarendon Hills, Downers Grove, Elmhurst, Evanston, Forest Park, Hinsdale, Northfield, Oak Park, River Forest, Westmont, Willowbrook, and Wilmette Franchise Areas.
4. The facts contained within the Petition are true and correct to the best of my knowledge, information and belief.

December 15, 2011  
Date

Warren Fitting  
Warren Fitting

**EXHIBIT 1**

PSID#006193

CUID#	COMMUNITY
IL1132	CLARENDON HILLS
IL0402	DOWNERS GROVE
IL0395	ELMHURST
IL0601	EVANSTON
IL0363	FOREST PARK
IL1134	HINSDALE
IL1135	HINSDALE
IL1360	NORTHFIELD
IL0311	OAK PARK
IL0456	RIVER FOREST
IL0904	WESTMONT
IL1142	WILLOWBROOK
IL0423	WILMETTE

**EXHIBIT 2**



# PREMIER package

285+ digital channels

Print channels for ZIP Code 17303 (No locals available)

PRINT

## EN ESPAÑOL

ONCE México*	447	Y-me*	440	mun2	410
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## NATIONALS

3net (HD)	HD 107	Disney Channel (West)	291	Hope*	368	RFD TV	345
AGE	HD 265	Disney XD	HD 292	INSP	364	ReelzChannel	238
ABC Family	HD 311	Documentary Channel	267	ION Television	305	SOAPnet	262
American Movie Classics (AMC)	HD 254	E! Entertainment	236	ION Television West	347	Science Channel	HD 284
Animal Planet	HD 282	ESPN	HD 206	Independent Film Channel (IFC)	559	ShopNBC	316
Audience Network	HD 239	ESPN 3D (HD)	HD 106	Investigation Discovery (ID)	285	Speed Channel	HD 607
BBC America	264	ESPN2	HD 209	Jewelry Television	313	Spike	HD 241
BYU TV	374	ESPNEWS	HD 207	Jewish Life Television*	366	Style	235
Big Ten Network	HD 610	ESPNU	HD 208	Lifetime	HD 252	Syfy Channel	HD 244
Biography Channel	HD 266	EWTN	370	Lifetime Movie Network	253	TBS	HD 247
Black Entertainment Television (BET)	HD 329	Enlace Christian Television*	448	LinkTV	375	TCT Network	377
Bloomberg Television	353	FUEL TV	HD 618	Logo	272	TNT	HD 245
Boomerang	298	FX	HD 248	MHz WORLDVIEW*	2183	TV Guide Network	273
Bravo	HD 237	Food Network	HD 231	MLB Network	HD 213	TV Land	304
CBS Sports Network	HD 613	Fox Business Network	HD 359	MSNBC	HD 356	TV One	328
CCTV-9	2053	Fox Movie Channel	258	MTV	HD 331	TeenNick	303
CMT	HD 327	Fox News Channel	HD 360	MTV2	333	Tennis Channel	HD 217
CNBC	HD 355	Free Speech TV*	348	Military Channel	287	The Hub	294
CNBC World	357	Fuse	339	NASA TV	289	The Learning Channel	HD 280
CNN	HD 202	GEM NET (Global Expansion Media Network)*	2068	NBA TV	HD 216	The Sportsman Channel	605
CSPAN 1	350	GOD TV	365	NFL Network	HD 212	The Word Network	373
CSPAN 2	351	GSN, the network for games	233	NHL Network	HD 215	Travel Channel	HD 277
Cartoon Network (East)	HD 296	Galavision	404	NRB	378	Trinity Broadcasting Network (TBN)	372
Cartoon Network (West)	297	Go!TV HD English	HD 620	Nat Geo WILD	283	TruTV	246
Centric	330	Golden Eagle Broadcasting*	363	National Geographic Channel	HD 276	Turner Classic Movies (TCM)	256
Chiller	257	Golf Channel	HD 218	Nick Jr.	301	USA Network	HD 242
Christian Television Network (CTN)	376	Gospel Music Channel	338	Nickelodeon (East)	HD 299	Univision	402
Church Channel	371	Great American Country	326	Nickelodeon (West)	300	VH1	HD 335
Cloot	308	H2	271	Nicktoons Network	302	VH1 Classic	337
Comedy Central	HD 249	HD Theater	HD 281	OWN	279	Versus	HD 603
Cooking Channel	232	HDNet	HD 306	Ovation TV	274	WE: Women's Entertainment	260
Current TV	358	HITN*	438	Oxygen	251	WGN America	HD 307
DIY Network	230	Hallmark Channel	HD 312	PBS	0	Weather Channel	HD 362
Daystar	369	Headline News	204	PBS Kids Sprout	295	World Harvest Television	367
Discovery Channel	HD 278	History Channel	HD 269	Planet Green	HD 286	n3D	HD 103
Discovery Fit & Health	261	Home & Garden Television (HGTV)	HD 229	Pursuit Channel	608		
Disney Channel (East)	HD 290	Home Shopping Network	240	QVC	275		

## PREMIUMS

5STARMAX HD East	HD 520	FLIX ON DEMAND®	1557	MoreMAX	HD 517	STARZ® ON DEMAND	1527
MAX HD East	HD 523	FOX Deportes	624	Outdoor Channel	606	Showtime Beyond HD	HD 550
ActionMAX HD	HD 519	Flix	557	SHOWTIME	HD 545	Showtime Next HD	HD 551
Cinemax East	HD 515	Fox Soccer Channel	HD 619	SHOWTIME (West)	HD 546	Showtime Women HD	HD 552
Cinemax West	HD 516	Go!TV	620	SHOWTIME 2	HD 547	Sundance Channel	558
ENCORE (East)	HD 535	HBO (East)	HD 501	SHOWTIME Extreme	HD 549	Sundance ON DEMAND	1558
ENCORE (West)	536	HBO (West)	HD 504	SHOWTIME ON DEMAND	1545	THE MOVIE CHANNEL™	1554
ENCORE Action	541	HBO 2 (East)	HD 502	SHOWTIME Showcase	HD 548	ON DEMAND	
ENCORE Drama	540	HBO 2 (West)	505	STARZ (East)	HD 527	TMC Xtra HD East	HD 556
ENCORE Family	542	HBO Comedy HD	HD 506	STARZ (West)	HD 528	TVG - The Interactive Horseracing Network	602
						The Movie Channel (East)	HD 554

## PREMIUMS

ENCORE Love	537	HBO Family (East)	HD 507	STARZ Cinema HD	HD 531	The Movie Channel (West)	555
ENCORE Suspense	539	HBO Family (West)	508	STARZ Comedy HD	HD 526	ThrillerMAX HD	HD 522
ENCORE Westerns	538	HBO Latino	HD 511	STARZ Edge	HD 529	WMAX HD East	HD 521
ENCORE ON DEMAND	1535	HBO Signature	HD 503	STARZ InBlack	HD 530		
ESPN Classic Sports	614	HBO Zone HD	HD 509	STARZ Kids & Family HD	HD 525		

## REGIONAL SPORT NETWORKS

Altitude Sports & Ent. 681	HD 681	FS Arizona	HD 686	FS South Plus (Z)	HD 648	ROOT SPORTS Rocky Mountain	HD 683
Altitude Sports Alternate 682	HD 682	FS Cincinnati	HD 661	FS Southwest	HD 676	SportSouth	HD 649
CSN Bay Area	HD 696	FS Detroit	663	FS Southwest Plus	HD 677	SportSouth Plus	HD 650
CSN Bay Area Alternate 697	HD 697	FS Detroit Plus	HD 664	FS West	HD 692	SportsNet New York 639	HD 639
CSN California	HD 698	FS Florida	HD 654	MASN 640	HD 640	SportsTime Ohio 662	HD 662
CSN California alt 699	699	FS Florida Plus	HD 655	MSG Plus 635	HD 635	Sun Sports	HD 653
CSN Chicago Alt. #2	667	FS Midwest	HD 671	Madison Square Garden 634	HD 634	Sun Sports Plus	HD 656
CSN MidAtlantic Alt.	HD 643	FS North	HD 668	NESN 628	HD 628	Yankee Ent. & Sports (YES) 631	HD 631
CSN MidAtlantic 642	HD 642	FS Ohio	HD 660	Prime Ticket	HD 694		
CSN New England 630	HD 630	FS South	HD 646	ROOT SPORTS Northwest	HD 687		
Comcast SportsNet Chicago 665	HD 665	FS South Plus	HD 647	ROOT SPORTS Pittsburgh	HD 659		

## SATELLITE RADIO

SONICTAP: 60's Revolution	803	SONICTAP: College Rock	831	SONICTAP: Italian Bistro Blend	881	SONICTAP: Regional Mexican	873
SONICTAP: 70's Hits	804	SONICTAP: Dance	859	SONICTAP: Italian Contemporary	882	SONICTAP: Retro Disco	845
SONICTAP: 8-Tracks	840	SONICTAP: Familiar Favorites	880	SONICTAP: Jazz	852	SONICTAP: Rock en Espanol	878
SONICTAP: 80's Hits	805	SONICTAP: Fiesta Tropical	870	SONICTAP: Latin Hits	871	SONICTAP: Salsa	874
SONICTAP: 90's Hits	806	SONICTAP: Flashback/New Wave	839	SONICTAP: Latin Jazz	879	SONICTAP: Showtunes	823
SONICTAP: Adult Alternative	832	SONICTAP: Folk Rock	813	SONICTAP: Light Classical	866	SONICTAP: Silky Soul	843
SONICTAP: Adult Contemporary	821	SONICTAP: Full Metal Jacket	830	SONICTAP: Love Songs	819	SONICTAP: Silver Screen	822
SONICTAP: Alternative	834	SONICTAP: Gospel Glory	827	SONICTAP: Malt Shop Oldies	802	SONICTAP: Singer-Songwriters	836
SONICTAP: Bailamos!	869	SONICTAP: Great Standards	855	SONICTAP: Mariachi	876	SONICTAP: Smooth Jazz	851
SONICTAP: Be-Tween	867	SONICTAP: Groove Lounge	824	SONICTAP: Metro Blend	853	SONICTAP: Soft Hits	849
SONICTAP: Beautiful Instrumentals	820	SONICTAP: Hair Guitar	829	SONICTAP: Modern Country	814	SONICTAP: Spike	841
SONICTAP: Big Band/Swing	801	SONICTAP: Hallelujah	828	SONICTAP: Modern Workout	860	SONICTAP: SubTerranean	858
SONICTAP: Bluegrass	812	SONICTAP: Hit Country	809	SONICTAP: Musica De Las Americas	872	SONICTAP: Symphonic	864
SONICTAP: Blues	854	SONICTAP: Holidays & Happenings	815	SONICTAP: New Age	856	SONICTAP: The Boombox	846
SONICTAP: Carnaval Brasileiro	877	SONICTAP: Honky Tonk Tavern	811	SONICTAP: Old School Funk	844	SONICTAP: The Playground	868
SONICTAP: Classic Hits Blend	837	SONICTAP: Hot Jamz	825	SONICTAP: PUMP!	861	SONICTAP: The Spirit	826
SONICTAP: Classic Jazz Vocal Blend	850	SONICTAP: Hottest Hits	818	SONICTAP: Piano	865	SONICTAP: Today's Hits	816
SONICTAP: Classic R&B	842	SONICTAP: Hurbano	875	SONICTAP: Rat Pack	807	SONICTAP: Traditional Country	808
SONICTAP: Classic Rock	833	SONICTAP: Hype	847	SONICTAP: Reality Bites	838	SONICTAP: Tranquility	884
SONICTAP: Classic Rock Workout	862	SONICTAP: Ink'd	835	SONICTAP: Red, Rock and Blues	810	SONICTAP: Y2k Hits	817
SONICTAP: Coffeehouse Rock	848	SONICTAP: Irish	883	SONICTAP: Reggae	863	SONICTAP: Zen	857

## LOCALS

WGAL (NBC)	HD 8	WHTM (ABC)	HD 27	WLYH (CW)	15	WPMT (FOX)	HD 43
WHP (CBS)	HD 21	WITF (PBS)	HD 33				

\*The following channels require a special dish or equipment: MHz, GEM NET, Hope Channel, JLTU, Once, HITN, V-Me, Enlace, Golden Eagle Broadcasting, and Free Speech TV. Please call 1-800-531-5000 for more information.



# >> Channels & Packages

## DISH Network

AVAILABLE TO ALL CUSTOMERS

BEST	Best	219	FREEVW	Free Preview Guide	102
LOCH	Liquidation Channel	221			
EARTH	DISH Earth	287	ONPPV	Pay-Per-View Guide	500
OWT1	DISH 101	301			
HOME	DishHOME	100			

Featuring the best family friendly programming

ALIVE	America Live	219	HMC	Hallmark Movie Channel	187
ANGEL	Angel One				
ANGL2	Angel Two	266	HSN	HSN	84
APL	Animal Planet	119	HUB	Hub	170
BIO	Bio				
BITV	Bloomberg Television		INSP	Inspiration Network	259
BOOM	Boomerang SAP	175	JTV	Jewelry Television	221
BUY1	Buy!				
CBSN	CBS Sports Network	192	NICK	Nick/Nick at Nite (E)	170
CCTVE	CCTV-E		NICKT	Nicktoons Network	178
CCNEW	CCTV-News	265			
COOK	Cooking Channel		QVC	QVC	137
CSPN2	C-SPAN2	271	SALE	Sale	225
DYSTR	Daystar		SHOP	shop	224
DIY	DIY	111			
DOC	Documentary Channel		TVLND	TV Land	108
FOOD	Food Network	110			
FXNWS	FOX News Channel	295			
FSC	FOX Soccer Channel	406			
GEMS	Gems and Jewelry				
GAC	Great American Country (GAC)	187			
HLMRK	Hallmark Channel				

## Sports Networks

ALTUD	Altitude Sports & Entertainment	HD 410	FOXON	Fox Sports Ohio	HD 425
CSTNO	Cox Sports Television New Orleans	HD 421	PRIME	PrimeTime Live	HD 411
CSNBA	Comcast SportsNet Bay Area	HD 419	FOXSS	Fox Sport South	HD 420
CSNCA	Comcast SportsNet California	HD 405	FOXSW	Fox Sports West	HD 417
CSNCH	Comcast SportsNet Chicago	HD 423	MASN	Mid-Atlantic Sports Network	432
CSNMA	Comcast SportsNet Mid-Atlantic	HD 424	WESH	New England Sports Network	HD 434
CSNNE	Comcast SportsNet New England	HD 435	RTNW	ROOT Sports Northwest	HD 426
ESPCL	ESPN Classic*	HD 433	RTRM	ROOT Sports Rocky Mountain	HD 414
FSC	Fox Soccer Channel	HD 406	STO	SportTime Ohio	HD 431
FOX5+	Fox Soccer Plus**	HD 407			
FOXAZ	Fox Sports Arizona	HD 415			
FOXCN	Fox Sports Cincinnati	HD 427			
FOXO	Fox Sports Detroit	HD 430			
FOXFL	Fox Sports Florida	HD 403			
FOXMW	Fox Sports Midwest	HD 418			
FOXN	Fox Sports North	HD 428			

**HD** - Channels are broadcast in both HD & SD unless indicated as "HD only." You must have an HD television to view channels in high definition.

**BOLD** - Channels in bold are some of our most popular channels. **SAP** - (FREE Spanish audio feed available. Audio dependent on signal. Available on select HD channels. No cost chargeable on basic fee service HD. Availability of Spanish Sports Networks based on geographical location and programming package subscription. Only available with Dish-Sport Pack. \*Available in U.S. only.

All programming subject to change without notice. Requires additional fees to view. (Limited number of channels available in HD.)

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1 - Public Internet programming availability subject to satellite orbit and programming package. Purchase of a second dish antenna may be required. 2 - Available to the extent of the DISH Network's capacity. HD channels require DISH HD or HDH 100+ receiver and subscription to qualifying programming. Additional fees may apply for certain HD channels. 3 - Available for Ohio, Michigan, Texas, Minnesota, Wisconsin, Illinois and portions of Pennsylvania and Indiana. 4 - Only those that are available to subscribers in the Eastern and Central time zones. 5 - Only those that are available to subscribers in the Mountain and Pacific time zones. \*Available West of the 100th meridian to all other areas.

## Blockbuster Movie Pass

Blockbuster Movie Pass is a new service that allows you to watch movies on your Dish Network receiver. It is available to all Dish Network customers.

GTRC	Genre	HD 371	MBM	MBM	HD 385
CI	Crime & Investigation	HD 372			
ESUSP	Encore Suspense	344	PLDIA	Paidia	HD 388
EPX1	EPX SAP	HD 373			
EPX2	EPX2 SAP	HD 374	RETRO	ReTroPlex	HD 379
HMC	Hallmark Movie Channel	HD 187			
HOTHR	HD Theater	HD 384	SCINE	Starz Cinema	353
HONMV	HDNet Movies	HD 385			
INDIE	IndiePlex	HD 376	UNHD	Universal HD	HD 386
LOGO	LOGO	HD 375			
MAVTV	MovTV	HD 381			

Some HD channels only available in HD.

## Premium Movie Packages

### HBO

HBO-E	HBO (E) SAP	HD 300	MAX-E	Chinamax (E) SAP	HD 310
HBOZE	HBOZ (E) SAP	HD 301			
HBOSS	HBO Signature SAP	HD 302	MOMAX	MoreMAX SAP	312
HBO-W	HBO (W) SAP	HD 303			
HBO2W	HBO2 (W) SAP	304	5-MAX	5StarMAX SAP	HD 314
HBOFM	HBO Family SAP	HD 305			
HBOCY	HBO Comedy SAP	HD 307			
HBOZ	HBO Zone - HD only	HD 308			
HBOLT	HBO Latino	HD 309			

### starz

ENCOR	Encore (E) SAP	HD 340	SHO-E	Showtime (E) SAP	HD 318
STARZ	Starz (E) SAP	HD 350	SHOTO	Showtime 2 SAP	HD 320
STRZW	Starz (W) SAP	HD 351	SHOEX	Showtime Extreme SAP	322
SEGE	Starz Edge SAP	HD 352			
SCINE	Starz Cinema SAP	353	TMC-E	The Movie Channel (E) SAP	HD 327
STZC	Starz Comedy	HD 354			
SBLOCK	Starz InBlack SAP	355	FLIX	FLIX	333
SK&FM	Starz Kids & Family SAP	HD 356			

## DISH Cinema and Pay-Per-View Sports & Events

MOVIE DISH Cinema

Need some help?

WE CAN ANSWER YOUR QUESTIONS ONLINE:

 [dish.com/supportcenter](http://dish.com/supportcenter)

 [facebook.com/dishnetwork](https://facebook.com/dishnetwork)

 [twitter.com/dishnetwork](https://twitter.com/dishnetwork)



Connect your receiver to broadband Internet or a phone line to get more out of your DISH service. For more info visit: [dish.com/getconnected](http://dish.com/getconnected).

**dish** Let's Watch TV

# Channels & Packages

## America's Top 100 Channels

America's Top 100 channels ranked by total viewers. HD indicates channels available in high definition and high definition, except where noted as HD only.

A&E	118	TVN	216
ABC	119	TVN	217
ABC Family	219	JTV	227
ALIVE	220	JTV	227
ANGEL	221	MALL	220
ANGEL2	222	MTV2	161
BTU	223	MTV2	161
BUY	224	NICK	171
TOON	225	NICK	171
TOONW	226	NICK	171
CCTV	227	NICK	171
CCTV2	228	NICK	171
CCTV3	229	NICK	171
CCTV4	230	NICK	171
CCTV5	231	NICK	171
CCTV6	232	NICK	171
CCTV7	233	NICK	171
CCTV8	234	NICK	171
CCTV9	235	NICK	171
CCTV10	236	NICK	171
CCTV11	237	NICK	171
CCTV12	238	NICK	171
CCTV13	239	NICK	171
CCTV14	240	NICK	171
CCTV15	241	NICK	171
CCTV16	242	NICK	171
CCTV17	243	NICK	171
CCTV18	244	NICK	171
CCTV19	245	NICK	171
CCTV20	246	NICK	171
CCTV21	247	NICK	171
CCTV22	248	NICK	171
CCTV23	249	NICK	171
CCTV24	250	NICK	171
CCTV25	251	NICK	171
CCTV26	252	NICK	171
CCTV27	253	NICK	171
CCTV28	254	NICK	171
CCTV29	255	NICK	171
CCTV30	256	NICK	171
CCTV31	257	NICK	171
CCTV32	258	NICK	171
CCTV33	259	NICK	171
CCTV34	260	NICK	171
CCTV35	261	NICK	171
CCTV36	262	NICK	171
CCTV37	263	NICK	171
CCTV38	264	NICK	171
CCTV39	265	NICK	171
CCTV40	266	NICK	171
CCTV41	267	NICK	171
CCTV42	268	NICK	171
CCTV43	269	NICK	171
CCTV44	270	NICK	171
CCTV45	271	NICK	171
CCTV46	272	NICK	171
CCTV47	273	NICK	171
CCTV48	274	NICK	171
CCTV49	275	NICK	171
CCTV50	276	NICK	171
CCTV51	277	NICK	171
CCTV52	278	NICK	171
CCTV53	279	NICK	171
CCTV54	280	NICK	171
CCTV55	281	NICK	171
CCTV56	282	NICK	171
CCTV57	283	NICK	171
CCTV58	284	NICK	171
CCTV59	285	NICK	171
CCTV60	286	NICK	171
CCTV61	287	NICK	171
CCTV62	288	NICK	171
CCTV63	289	NICK	171
CCTV64	290	NICK	171
CCTV65	291	NICK	171
CCTV66	292	NICK	171
CCTV67	293	NICK	171
CCTV68	294	NICK	171
CCTV69	295	NICK	171
CCTV70	296	NICK	171
CCTV71	297	NICK	171
CCTV72	298	NICK	171
CCTV73	299	NICK	171
CCTV74	300	NICK	171
CCTV75	301	NICK	171
CCTV76	302	NICK	171
CCTV77	303	NICK	171
CCTV78	304	NICK	171
CCTV79	305	NICK	171
CCTV80	306	NICK	171
CCTV81	307	NICK	171
CCTV82	308	NICK	171
CCTV83	309	NICK	171
CCTV84	310	NICK	171
CCTV85	311	NICK	171
CCTV86	312	NICK	171
CCTV87	313	NICK	171
CCTV88	314	NICK	171
CCTV89	315	NICK	171
CCTV90	316	NICK	171
CCTV91	317	NICK	171
CCTV92	318	NICK	171
CCTV93	319	NICK	171
CCTV94	320	NICK	171
CCTV95	321	NICK	171
CCTV96	322	NICK	171
CCTV97	323	NICK	171
CCTV98	324	NICK	171
CCTV99	325	NICK	171
CCTV100	326	NICK	171

## Local Networks channel range 2-70

abc	2005	FOX
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## Public Interest Channels<sup>1</sup>

ALMA	Alma Vision Hispanic Network	9413	KBS	KBS World	9090
BABY1	Baby First TV	9414	LINK	LinkTV	9410
BYUTV	BYUTV	9415	PNTN	Pantheon Channel	9416
CTN	Christian TV Network	9417	IMPCT	The Impact Network	9397
ARTS	Classic Arts Showcase	9418	UCTV	University of California TV	9412
CSPAN	CSPAN	9419			
EWTV	Eternal Word Television Network	9420			
FSTV	Fine Station TV	9421			
HHS	Health & Human Services	9422			
HITN	HITN	9423			

<sup>1</sup> Channels in bold are some of our most popular channels.

<sup>2</sup> SAP - FREE Spanish audio feed available. Audio depends on capacity. Available on select HD channels. No audio depends on factors like channel HD.

<sup>3</sup> HD - Channels are broadcast in both HD & SD unless indicated as "HD only". You must subscribe to the HD package to receive the HD feed. You must have an HD television to view channels in high definition. All communications subject to channel technical status.



## America's Top 100 Channels

America's Top 100 channels ranked by total viewers. HD indicates channels available in high definition and high definition, except where noted as HD only.

AMC	118	AMC	119
APL	120	AMC	119
BBCA	121	AMC	119
BET	122	AMC	119
BET2	123	AMC	119
BET3	124	AMC	119
BET4	125	AMC	119
BET5	126	AMC	119
BET6	127	AMC	119
BET7	128	AMC	119
BET8	129	AMC	119
BET9	130	AMC	119
BET10	131	AMC	119
BET11	132	AMC	119
BET12	133	AMC	119
BET13	134	AMC	119
BET14	135	AMC	119
BET15	136	AMC	119
BET16	137	AMC	119
BET17	138	AMC	119
BET18	139	AMC	119
BET19	140	AMC	119
BET20	141	AMC	119
BET21	142	AMC	119
BET22	143	AMC	119
BET23	144	AMC	119
BET24	145	AMC	119
BET25	146	AMC	119
BET26	147	AMC	119
BET27	148	AMC	119
BET28	149	AMC	119
BET29	150	AMC	119
BET30	151	AMC	119
BET31	152	AMC	119
BET32	153	AMC	119
BET33	154	AMC	119
BET34	155	AMC	119
BET35	156	AMC	119
BET36	157	AMC	119
BET37	158	AMC	119
BET38	159	AMC	119
BET39	160	AMC	119
BET40	161	AMC	119
BET41	162	AMC	119
BET42	163	AMC	119
BET43	164	AMC	119
BET44	165	AMC	119
BET45	166	AMC	119
BET46	167	AMC	119
BET47	168	AMC	119
BET48	169	AMC	119
BET49	170	AMC	119
BET50	171	AMC	119
BET51	172	AMC	119
BET52	173	AMC	119
BET53	174	AMC	119
BET54	175	AMC	119
BET55	176	AMC	119
BET56	177	AMC	119
BET57	178	AMC	119
BET58	179	AMC	119
BET59	180	AMC	119
BET60	181	AMC	119
BET61	182	AMC	119
BET62	183	AMC	119
BET63	184	AMC	119
BET64	185	AMC	119
BET65	186	AMC	119
BET66	187	AMC	119
BET67	188	AMC	119
BET68	189	AMC	119
BET69	190	AMC	119
BET70	191	AMC	119
BET71	192	AMC	119
BET72	193	AMC	119
BET73	194	AMC	119
BET74	195	AMC	119
BET75	196	AMC	119
BET76	197	AMC	119
BET77	198	AMC	119
BET78	199	AMC	119
BET79	200	AMC	119
BET80	201	AMC	119
BET81	202	AMC	119
BET82	203	AMC	119
BET83	204	AMC	119
BET84	205	AMC	119
BET85	206	AMC	119
BET86	207	AMC	119
BET87	208	AMC	119
BET88	209	AMC	119
BET89	210	AMC	119
BET90	211	AMC	119
BET91	212	AMC	119
BET92	213	AMC	119
BET93	214	AMC	119
BET94	215	AMC	119
BET95	216	AMC	119
BET96	217	AMC	119
BET97	218	AMC	119
BET98	219	AMC	119
BET99	220	AMC	119
BET100	221	AMC	119

Plus SiriusXM Music Channels	6042-6090
Christian	6063-6064
Classical	6065-6066
Country	6067-6068
Electronic & Dance	6069-6070
Hip Hop/R&B	6071-6072
Jazz, Blues & Soul	6073-6074
Latin & World	6075-6076
Pop	6077-6078
Rock	6079-6080

Attention:  
For the info...



## America's Top 100 Channels

America's Top 100 channels ranked by total viewers. HD indicates channels available in high definition and high definition, except where noted as HD only.

BID	BID	118
BITV	Bloomberg Television	119
BOOM	Boomerang	175
CHLR	Chiller	179
CLOO	cloo	198
CNBCW	CNBC World	171
COOK	Cooking Channel	113
DIY	DIY	171
ENCOR	Encore (E) -HS only	340
ENCORW	Encore (W) -BAP	341
EACTN	Encore Action	343
EDRAM	Encore Drama	343
ENFAM	Encore Family	347
ELOVE	Encore Love	347
ENSUSP	Encore Suspense	344
EWSTN	Encore Westerns	347
FOXB	Fox Business Network	208
FOXMO	Fox Movie Channel	173
FSC	Fox Soccer Channel	408
FUEL	FUEL TV	209
GMC	gmc	188
GAC	Great American Country (GAC)	187
H2	H2	121
HMC	HomeMall Movie Channel	171
HUB	Hub	179
MIL	Military Channel	195
MPLEX	MoviePlex	371
MUN2	mun2	173
NATBW	Nat Geo WILD	190
NICKT	Nicktoons Network	179
OTDCH	Outdoor Channel	396
GREEN	Planet Green	171
SCI	Science	183
SPMAN	Sportsman Channel	171
TENIS	Tennis Channel	400
TMC-W	The Movie Channel (W) -BAP	330
TMCKW	The Movie Channel xtra (W) -BAP	330
EPIX3	The Three from EPIX -BAP	171
VERIA	Veria	218
VS.	Veritas	171
VH1CL	VH1 Classic	162

**EXHIBIT 3**



# XFINITY TV Channel Lineup

REDACTED - FOR PUBLIC INSPECTION



## Elmhurst Area

G1 | 07.11

### Limited Basic

2	WBBM (CBS) / HD 189^^
3	HSN
4	WGBO (UNI) / HD 182^^
5	WMAQ (NBC) / HD 188^^
6	Government Access
7	WLS (ABC) / HD 187^^
8	WPWR (MNT) / HD 184^^
9	WGN (CW) / HD 192^^
10	WCIU, The U / HD 183^^
11	WTTW (PBS) / HD 191^^
12	WFLD (FOX) / HD 190^^
13	WCPX (ION) / HD 238^^
14	WSNS (TEL) / HD 193^^
15	WXFT / HD 194^^
16	Educational Access
17	WJYS^
18	TV Guide Network
19	Public Access
20	WYCC (PBS)^ / HD 240^^
21	WYIN (PBS)
89/164	ShopNBC^
95	CSPAN
97	QVC
98/138	TLN^
100	Comcast Network^
110	Cable Marketplace 1^
113	Cable Marketplace 3^
114	Leased Access (not available in Berwyn, Brookfield or Cicero)^
217	ABC 7 Live Well HD^^
341	NBC Chicago Nonstop^
342	Universal Sports (via WMAQ-DT)^
345	ABC 7 Live Well^
353	AntennaTV (via WGN-DT)^
357	Me-TV^
358	Me-TOO^
359	THiStv^
360	The U Too^
368/629	WTTW V-me^
369	WTTW Create^
370	WTTW Prime^
372	WYCC World^
385/687	WJYS2^
386	MCTV (via WJYS-DT)^
389/596	LATV (via WOCC-DT)^
390/599	mega tv (via WOCC-DT)^
391/689	KBC (via WOCC-DT)^
392/690	Asian American Network (via WOCC-DT)^
393/598	Azteca America^
396/657	Estrella TV (via WESV-LD)^
701-746	Music Choice Channels^
877	WFLM 87.7 (via WCHU)^

### Expanded Basic^^^

24	Animal Planet
26	Fox News Channel
28	Spike TV
29	MTV
30	VH1
31	USA Network
32	A&E
33	ESPN
34	ESPN2
35	Headline News
36	CNN

37	Comcast SportsNet Chicago
38	CLTV
39	CNBC
40	The Weather Channel
41	AMC
42	Comedy Central
43	E!
44	History
45	Lifetime
46	Nickelodeon
47	Cartoon Network
48	Discovery Channel
49	TNT
50	TBS
51	ABC Family
52	TLC
53	HGTV
54	Disney Channel
58	FX
59	MSNBC
60	Food Network
61	Travel Channel
64	BTN
65	truTV
66	BET
68	The Golf Channel
70	Galavisión - in Berwyn, Cicero & Brookfield; on Digital Preferred and MultiLatino channel 597 in other areas
72	Speed Channel
73	TV Land
75	VERSUS
101	Comcast Network 101
102	Cable Marketplace 2
103	Leased Access
104	CSPAN 2
105	CSPAN 3
106	Fox Business Network
118	Style
119	EWTN
123/71	Oxygen
127	PBS KIDS Sprout
128	Bloomberg Television
129/159	Jewelry Television
131	Hallmark Channel
136	G4
149	MoviePlex
160	Syfy
172	TV One
180	Bravo
230	Trinity Broadcasting
255	BTN
271	Investigation Discovery
275	BIO
276	History International
404	NHL Network
485	Daystar Television Network
504	Lifetime Movie Network
508	Hallmark Movie Channel
692-693	Comcast Xtra

### Digital Starter

001	On Demand
171	AMC HD^^
173	ESPN HD^^
174	VERSUS HD^^
175	History HD^^
176	TLC HD^^
177	Syfy HD^^
179	HGTV HD^^

181	Food Network HD^^
197	Disney Channel HD^^
198	ABC Family HD^^
199	The Golf Channel HD^^
200	Comcast SportNet HD^^
203	ESPN2 HD^^
204	TNT in HD^^
205	HD Theater^^
207	Universal HD^^
208	A&E HD^^
209	Palladia HD^^
216	CNN HD^^
218	Discovery HD^^
219	TBS HD^^
221	USA HD^^
224	Animal Planet HD^^
225	Nickelodeon HD^^
226	Cartoon Network HD^^
227	Hallmark Movie Channel HD^^
228	Lifetime HD^^
229	Lifetime Movie Network HD^^
234	NHL Network HD^^
237	Speed Channel HD^^
256	BTN HD^^
262	E! HD^^
264	Fox Business Network HD^^
265	Fox News Channel HD^^
266	CNBC HD^^
267	FX HD^^
269	BIO HD^^
270	The Weather Channel HD^^
278	Bravo HD^^
282	QVC HD^^
285	Comcast Info Channel HD^^
287	Style HD^^
288	G4 HD^^
289	TV One HD^^
290	Spike HD^^
293	Travel Channel HD^^
294	Comedy Central HD^^
295	BET HD^^
296	MTV HD^^
297	VH1 HD^^
317	MSNBC HD^^
318	Headline News HD^^
320	truTV HD^^
321	Hallmark Channel HD^^
322	HSN HD^^
323	History International HD^^
324	Investigation Discovery HD^^
333	XFINITY 3D^^^^
334	ESPN 3D^^^^

### Digital Preferred

107	Current
108	Nat Geo Wild
109	SOAPNet
116	WeatherScan Local
120	Nick Jr.
121	DIY
122	Disney XD
124	Cooking Channel
126	Nicktoons Network
130	The Hub
132	Nick Too
133	The Africa Channel

134	Fuse
135	MTV 2
141	Tr3s: MTV, Música y Más
142	MTV Jams
143	LOGO
146	CMT
150	Ovation
161	GSN
162	BBC America
168/412	NFL Network
169	NFL Network HD^^
178	CNBC World
201	Planet Green
206	National Geographic HD^^
212	Science HD^^
215	TeenNick
220	OWN (Oprah Winfrey Network)
222	Discovery Fit & Health
231	ESPNews HD^^
232	CBS Sports Network HD^^
233	MLB Network HD^^
235	NBA TV HD^^
253	ESPNU HD^^
261	Planet Green HD^^
263	Encore HD^^
272	Science
273	National Geographic
274	Military Channel
279	Fuse HD^^
280	IFC HD^^
281	WE HD^^
283	Disney XD HD^^
284	MGM HD^^
298	CMT HD^^
299	GMC HD^^
319	Turner Classic Movies HD^^
402	ESPNews
405	ESPNU
410	MLB Network
416	Sportsman Channel
418	CBS Sports Network
439	NBA TV
471	CMT Pure Country
472	MTV Hits
473	VH1 Classic
474	VH1 Soul
475	GMC
481	Centric
484	GAC
486	The World Network
487	Retirement Living TV
501	Turner Classic Movies
502	WE
503	IFC
505	Sundance Channel West
507	ReelzChannel
516	Encore WAM
517	Encore
519	Encore Love
521	Encore Mystery
522	RetroPlex
523	Encore Western
527	Encore Drama
528	IndiePlex
529	Encore Action
586	FLIX
597	Galavisión - on Expanded Basic channel 70 in Berwyn, Cicero & Brookfield
603	mun2
673	MYX (Filipino)

## Sports Entertainment Package

72	Speed Channel
168/412	NFL Network
169	NFL Network HD^^
227	Hallmark Movie Channel HD^^
231	ESPN HD^^
232	CBS Sports Network HD^^
233	MLB Network HD^^
234	NHL Network HD^^
235	NBA TV HD^^
236	The Tennis Channel HD^^
253	ESPN HD^^
254	NFL RedZone HD^^
260	TV Games Network
401	Fox Soccer Channel
402	ESPN
403	ESPN Classic
404	NHL Network
405	ESPN
406	Outdoor Channel
407	HorseRacing TV
410	MLB Network
411	NFL RedZone
413	Fox College Sports Atlantic
414	Fox College Sports Central
415	Fox College Sports Pacific
416	Sportsman Channel
417	The Tennis Channel
418	CBS Sports Network
420	SportsNet New York
421	MountainWest Sports Network
422	Comcast SportsNet New England
423	Sun Sports
424	FSN Prime Ticket
425	Comcast SportsNet Bay Area
439	NBA TV
481	Centric
489	Military History
490	Crime & Investigation Network
506	Fox Movie Channel
508	Hallmark Movie Channel

## MultiLatino

001	On Demand
595	Playboy TV en Español (canal discrecional)
597	Galavisión
600	Viendo Movies
601	Discovery en Español
602	Fox Deportes
603	mun2
604	Cine Latino
605	History en Español
606	Tr3s: MTV, Música y Más

## MultiLatino Max

Only available as a component of MultiLatino Max and Ultra packages and includes the following channels: Bravo, ESPN, ESPN 2, Galavisión (where available), The Golf Channel, Lifetime Movie Network, MTV, Nickelodeon, PBS KIDS Sprout, Comcast SportsNet Chicago, Syfy, TBS, TLC, TNT, Versus, and VH1.

607	Canal 52MX
608	CNN en Español
609	ESPN Deportes
610	Cine Mexicano
611	Caracol TV Internacional
612	Ecuavisa Internacional
613	El Garage
614	AYM Sports
615	HTV Música
616	Mexicana
617	Disney XD
618	Multimedios
619	Viendo Movies West
620	Gran Cine
621	Canal 24 Horas
622	GoITV (en Español)
623	Infinito
624	Video Rola
625	TV Venezuela
626	La Familia Network
627	TeleFórmula
628	Canal Sur
630	TV Colombia
631	TV Chile
632	Latele Novela
633	TBN-Enlace USA
634	¡Sorpresa!
635	nuvoTV
636	Discovery Familia
637	EWTN Español
638	Cable Noticias
639	Mexico 22
640	TeleRitmo TV
641	Once Mexico
642	Mexico TV
643	Sur Peru
644	TV Dominicana
645	Telemicro
646	Telefe Internacional
647	Utilísima
648	CBTV Michoacan
649	HITN-TV
650	WAPA America
651	TVE Internacional
652	TeleHit
653	Ritmoson
654	Bandamax
655	De Pelicula
656	De Pelicula Clásico

## Public Inspection

Includes Limited Basic Service, HD broadcast channels, A&E, Animal Planet, BET, Cartoon Network, CNN, Comedy Central, CSPAN, CSPAN 2, Discovery Channel, Disney Channel, E!, EWTN, Food Network, Fox News Channel, History, HSN, Jewelry Television, Lifetime, QVC, Spike TV, USA Network, The Weather Channel and where available, the corresponding HD channels for these networks. (HDTV equipment is required to view Digital Economy HD channels.)

## Premium Services

185	Showtime HD^^
186	HBO HD^^
195	Cinemax HD^^
196	Starz HD^^
257	Starz Kids & Family HD^^
258	Starz Comedy HD^^
259	Starz Edge HD^^
300	HBO 2 HD^^
301	HBO Comedy HD^^
304	HBO Zone HD^^
305	HBO Latino HD^^
307	ActionMax HD^^
308	Showtime Too HD^^
309	Showtime Showcase HD^^
310	Showtime Extreme HD^^
314	The Movie Channel HD^^
316	5StarMAX HD^^
533	Starz
535	Starz Edge
537	Starz in Black
538	Starz Cinema
539	Starz Kids & Family
540	Starz Comedy
543	Playboy TV
550	HBO East
551	HBO West
552	HBO 2
554	HBO Signature
556	HBO Family
558	HBO Latino
559	HBO Comedy
560	HBO Zone
561	Cinemax West
562	Cinemax East
564	MoreMax
566	ActionMax
567	5StarMAX
575	Showtime
577	Showtime Too
579	Showtime Showcase
581	Showtime Extreme
583	Showtime Next
584	Showtime FamilyZone
585	Showtime Women

586 FLIX  
592 The Movie Channel Xtra

## International Premium Services

427/683	NEO Cricket (Indian)
660	STAR India NEWS
661	STAR ONE
662	STAR India GOLD
663	STAR India PLUS
664	SET Asia
665	TV Asia
666	Zee TV
667	CCTV-4 (Chinese)
668	CTI Zhong Tian (Chinese)
669	SBTN (Vietnamese)
670	TFC (Filipino)
671	GMA Pinoy TV (Filipino)
672	GMA Life TV (Filipino)
674	TV JAPAN
675-678	Polish Super Pack: TV Polonia, TVP INFO, Radio Jedynka, Radio Trojka
679	Rai Italia (Italian)
680	RTN (Russia)
684	ART (Arabic)
688	TV5MONDE (French)

## Family Tier\*\*

Includes CSPAN, CSPAN 2, Disney Channel, Disney XD, DIY, Food Network, Headline News, HGTV, National Geographic, Nickelodeon, PBS KIDS Sprout, TeenNick, The Hub, Science, The Weather Channel and Trinity Broadcasting.

## Pay-Per-View

440-449	TEAM PPV
450	TEAMHD PPV^^
459	GAMEHD2 PPV^^
460	GAMEHD PPV^^
461-470	GAME PPV
477-480	GAME PPV
829	IN DEMAND HD PPV^^
830-832	IN DEMAND PPV
833-838	ESPN Sports PPV
840	TEN
841	Vavoom
842	Playboy TV
844	Real
845	Penthouse TV

Addison, Bedford Park, Bellwood, Bensenville, Berkeley, Berwyn, Bloomingdale, Brandywine, Bridgeview, Broadview, Brookfield, Burbank, Burr Ridge, Carol Stream, Cicero, Clarendon Hills, Countryside, Darien, Downers Grove, Elmhurst, Elmwood Park, Forest Park, Forest View, Franklin Park, Itasca, Glendale Heights, Harwood Heights, Hillside, Hines Hospital, Hodgkins, Indian Head Park, Justice, LaGrange Park, LaGrange, Leydon Twp, Lombard, Lyons, Lyons Twp, Maywood, McCook, Melrose Park, Norridge, Northlake, North Riverside, Norwood Park Twp, Nottingham Park, Oak Brook, Oakbrook Terrace, Oak Park, Proviso Twp, River Forest, River Grove, Riverside, Roselle, Rosemont, Schiller Park, Stickney, Stone Park, Summit, Westchester, Western Springs, Westmont, Willowbrook, Willow Springs, Wood Dale, Woodridge and Villa Park

Comcast

Not all services are available in all areas. Pricing, programming, channel location and packaging is subject to change. Comcast service is subject to the terms and conditions of Comcast Cable Policies and Practices. A subscription to Limited Basic Service is required to receive other services or levels of service of video programming. Some services require a CableCARD or a receiver and remote at an additional charge. Call Comcast at 1-800-XFINITY for restrictions and complete details. ^Available to customers with Limited Basic Service who use a digital receiver or compatible equipment. ^^To receive channels offered in HD, a HD television (not provided), HDTV equipment and subscription to the channel's service level or underlying premium service are required. ^^^Available to customers with Expanded Basic who use a digital receiver or compatible equipment. ^^^^^A full 3D TV, compatible equipment and Comcast 3D authorization are required. \*Digital Economy does not include On Demand and cannot be combined with service levels that include or require Expanded Basic. \*\*Family Tier requires subscription to Limited Basic Service, cannot be combined with service levels that include or require Expanded Basic and does not include Music Choice or On Demand.

No todos los servicios están disponibles en todas las áreas. Precios, programación, ubicación de canales y paquetes están sujetos a cambios. Servicios de Comcast son sujetos a las condiciones de los Términos y Políticas de Comcast Cable. Suscripción al Limited Basic Service es requerida para obtener otros servicios o niveles de servicio de programación de video. Algunos servicios requieren una tarjeta de Cable o CableCARD o un receptor digital y control remoto a un cargo adicional. Llame a Comcast al 1-800-XFINITY para restricciones y detalles completos. ^Disponible a clientes con el nivel de Limited Basic Service quienes usan un receptor digital o equipo compatible. ^^Para recibir canales en alta definición (HD) se requiere una televisión de alta definición (HDTV), equipo para televisor de alta definición (no incluido) y suscripción al nivel de servicio donde se ubica el canal o servicio premium subyacente. ^^^Disponible a clientes con el nivel de Expanded Basic quienes usan un receptor digital o equipo compatible. ^^^^^Se requiere televisión de 3D, equipo compatible y autorización de 3D de Comcast. \*Digital Economy no incluye On Demand y no se puede combinar con niveles de servicio que incluyen o requieren Expanded Basic. \*\*El paquete Family Tier requiere suscripción al Limited Basic Service, no puede ser combinado con niveles de servicio que incluyen o requieren al servicio Expanded Basic y no incluye los canales de música Music Choice u On Demand.

**EXHIBIT 4**

**REDACTED - FOR PUBLIC INSPECTION**

# AT&T U-verse Channel Lineup

ZIP code: 60029 Change | As of: November 28, 2011

Show only:

Print

Search by channel names

Compare Packages

U450

U300

U200

U100

U-family

U-basic

Ex.: CNN, Cartoon, ESPN ? Reset

Clear comparisons

**U300 TV Package \$84/mo.**

View premium add-on channels ?

## Compare TV Packages

Create your own side-by-side comparison.

up to 360 channels

Sort by: Channel Name | Channel #

Select to Compare

Clear filters

## Filter by Category

Favorites ?

HD

Movies

Sports

News

Local

Educational

## Filter by Premium Package

Movie Pkgs.

Sports Pkgs.

International Pkgs.

WBBM-2 (CBS)	2	Home Shopping Network (HSN)	3	QVC	4
WMAQ-5 (NBC)	5	WGBH-88 (UNI)	6	WLS-7 (ABC)	7
WPWR-50 (MY NETWORK TV)	8	WGN-9 (THE CW)	9	WCIU-26 (Ind.)	10
WTTW-11 (PBS)	11	WFLD-32 (Fox)	12	WOCK-CD-13 (MEGA TV)	13
WXFT-60 (TF)	16	WYCC-20 (PBS)	20	WWME-23 (Ind.)	23
WWTO-35 (TBN)	35	As Seen On TV	37	WCPX-38 (ION)	38
WOCH-41 (KBC)	41	WSNS-44 (TEL)	44	WMUE-48 (Ind.)	48
WYIN-56 (PBS)	56	WCHU-61 (AZTECA)	61	WJYS-62 (Ind.)	62
Valu TV	82	AT&T U-verse Shopping 1	84	AT&T U-verse Front Row	100
TNT (Turner Network Television)	108	TNT (Turner Network Television) - West	109	TBS	112
TBS - West	113	Smithsonian Channel	118	Discovery Channel	120
USA Network	124	FX Network	128	E! Entertainment Television	134
TV Land	138	Comedy Central	140	Spike TV	145
G4	149	Syfy	151	Chiller	153
BET (Black Entertainment Television)	155	TV One	157	cloo	161
Crime & Investigation Network	163	truTV	164	truTV - West	165
A&E	166	GSN - Game Show Network	173	ABC Family Channel	178
Bravo	181	LOGO	183	BBC America	188
Current TV	189	mun2	192	nuvoTV	194
COMPRA	196	Jewelry Television	197	AT&T U-verse Shopping 4	198
AT&T U-verse Movies	200	CNN (Cable News Network)	202	CNN Headline News	203
CNNI (CNN International)	205	FOX News Channel	210	Fox Business Network	211
MSNBC	215	CNBC	216	CNBC World	217
Bloomberg Television	222	The Weather Channel	225	BUY TV	228
C-SPAN	230	C-SPAN2	231	C-SPAN3	232
ABC News Now	243	AT&T U-verse Shopping 2	247	TLC	250
Animal Planet	252	Travel Channel	254	OWN - Oprah Winfrey Network	256
Science	258	Military Channel	259	Investigation Discovery	260
NASA TV	264	National Geographic Channel	265	Nat Geo WILD	266
History	270	BIO	272	H2	274
Military History Channel	276	Disney Channel	302	Disney XD	304
Nickelodeon	314	Nick2	316	Nicktoons	318
Nick Jr.	320	TeenNick	322	Cartoon Network	325
Cartoon Network - West	326	Boomerang	327	qubo	328
The Hub	335	PBS Kids Sprout	337	Smile of a Child TV	340
Lifetime Television	360	Lifetime Movie Network	362	SOAPnet	365

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tvMail	387	Oxygen	388	WE	372
Style Network	380	AT&T U-verse Shopping 3	399	Customer Notification	400
QVC	420	Home Shopping Network (HSN)	422	ShopNBC	424
Jewelry Television	428	AT&T U-verse Shopping 4	429	Home & Garden Television (HGTV)	450
Food Network	452	DIY Network (Do-It-Yourself Network)	454	Cooking Channel	456
Planet Green	465	Discovery Fit & Health	466	ION Life	468
Wealth TV	470	tvMail	471	SWRV	501
MTV (Music Television)	502	MTV2	504	MTV Tr3s	506
MTV Jams	508	MTV Hits	508	mtvU	510
Centric	515	BET Gospel	516	VH1	518
VH1 Classic	520	VH1 Soul	522	CMT (Country Music Television)	525
CMT Pure Country	527	Great American Country (GAC)	529	fuse	535
FUEL TV	536	TBN - Trinity Broadcasting Network	560	Eternal Word Television Network (EWTN)	562
Daystar	563	INSP (Inspiration Network)	564	The Church Channel	565
FamilyNet	566	BYU	567	JCTV	570
The Word Network	575	World Harvest Television	578	FAITH	580
AT&T U-verse Sports	600	ESPN	602	ESPN Classic	603
ESPNEWS	604	ESPNU	605	ESPN2	606
NFL Network	630	NBA TV	632	MLB Network	634
VERSUS	640	Golf Channel	641	BTN	650
Speed Channel	652	Fox Soccer	654	Sports Alternate 1	691
Sports Alternate 2	692	Sports Alternate 3	693	Sports Alternate 4	694
Sports Alternate 5	695	Sports Alternate 6	696	Sports Alternate 7	697
Comcast SportsNet Chicago	741	Comcast SportsNet Chicago Alternate	742	Turner Classic Movies (TCM)	780
Fox Movie Channel	792	AMC	795	IFC	797
Sundance Channel	798	ReelzChannel	799	U-verse Showcase	800
Showtime	852	Showtime - West	853	Showtime Too	854
Showtime Too - West	855	Showtime Showcase	856	Showtime Showcase - West	857
Showtime Extreme	858	Showtime Extreme - West	859	Showtime Beyond	860
Showtime Family Zone	862	Showtime Next	864	Showtime Women	866
The Movie Channel (TMC)	882	The Movie Channel (TMC) - West	883	TMC Xtra	884
TMC Xtra - West	885	FLIX	890	Starz	902
Starz - West	903	Starz Edge	904	Starz inBlack	906
Starz Cinema	908	Starz Movieplex	909	Starz Comedy	910
Starz Kids & Family	912	IndiePlex	914	RetroPlex	916
Encore	932	Encore - West	933	Encore Love	934
Encore Suspense	936	Encore Action	938	Encore Westerns	940
Encore Drama	942	Encore Espanol	943	Encore Family	944
AT&T U-verse Movies	945	Customer Notification	1100	AT&T U-verse Movies	1200
Jewelry Television	1428	AT&T U-verse Sports	1600	U-verse Showcase	1800
Customer Notification	2500	WGBO-68 (UNI)	3002	Galavision	3003
WXFT-60 (TF)	3005	WSNS-44 (TEL)	3007	WOCK-CD-13 (MEGA TV)	3008



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mun2	3009	COMPRA	3014	WCHU-61 (AZTECA)	3019
qubo	3061	EWTN Espanol	3077	MTV Tr3s	3142
Golden Boy Presenta	3312	CCTV-9	3602	SWRV	5100
Hit List	5101	Hip-Hop and R&B	5102	MC MixTape	5103
Dance-Electronica	5104	Rap	5105	Hip-Hop Classics	5106
Throwback Jamz	5107	R&B Classics	5108	R&B Soul	5109
Gospel	5110	Reggae	5111	Classic Rock	5112
Retro Rock	5113	Rock	5114	Metal	5115
Alternative	5116	Classic Alternative	5117	Adult Alternative	5118
Soft Rock	5119	Pop Hits	5120	90s	5121
80s	5122	70s	5123	Solid Gold Oldies	5124
Party Favorites	5125	Stage & Screen	5126	Kidz Only!	5127
Toddler Tunes	5128	Today's Country	5129	True Country	5130
Classic Country	5131	Contemporary Christian	5132	Sounds of the Seasons	5133
Soundscapes	5134	Smooth Jazz	5135	Jazz	5136
Blues	5137	Singers & Swing	5138	Easy Listening	5139
Classical Masterpieces	5140	Light Classical	5141	Musica Urbana	5142
Pop Latino	5143	Tropicales	5144	Mexicana	5145
Romances	5146	Live Multiview Alternate 1	9211	Live Multiview Alternate 2	9212
Live Multiview Alternate 3	9213	Live Multiview Alternate 4	9214	Live Multiview Alternate 5	9215